

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. Contract ID Code Firm-Fixed-Price		Page 1 Of 5	
2. Amendment/Modification No.  P00102		3. Effective Date  2004SEP27		4. Requisition/Purchase Req No.  SEE SCHEDULE		5. Project No. (If applicable)	
6. Issued By TACOM WARREN AMSTA-AQ-ALEA KAREN ILER (586)574-7157 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: ILERK@TACOM.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCMA CENTRAL PENNSYLVANIA- HERCULES AND BRADLEY TEAMS P.O. BOX 15512 YORK PA 17405-1512		Code S4201A	
				SCD B PAS NONE ADP PT HQ0337			
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)  UNITED DEFENSE, L.P. GROUND SYSTEMS DIVISION 1100 BAIRS ROAD PO BOX 15512 YORK, PA. 17405-1512  TYPE BUSINESS: Large Business Performing in U.S.				<input type="checkbox"/>		9A. Amendment Of Solicitation No.	
				<input type="checkbox"/>		9B. Dated (See Item 11)	
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. DAAE07-01-C-M016	
				<input type="checkbox"/>		10B. Dated (See Item 13) 2001MAY02	
Code 06085		Facility Code					
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. <b>FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER.</b> If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. Accounting And Appropriation Data (If required) ACRN: BB NET DECREASE: -\$700,719.00							
<b>13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS</b>							
KIND MOD CODE: G It Modifies The Contract/Order No. As Described In Item 14.							
<input type="checkbox"/>		A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A.				The Changes Set Forth In Item 14 Are Made In	
<input type="checkbox"/>		B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).					
<input checked="" type="checkbox"/>		C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of: Mutual agreement of both parties					
<input type="checkbox"/>		D. Other (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.							
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)							
SEE SECOND PAGE FOR DESCRIPTION							
Contract Expiration Date: 2007JAN31							
Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. Name And Title Of Signer (Type or print)				16A. Name And Title Of Contracting Officer (Type or print) VITO ZUCCARO ZUCCAROV@TACOM.ARMY.MIL (586)574-7076			
15B. Contractor/Offeror  _____ (Signature of person authorized to sign)		15C. Date Signed		16B. United States Of America  By _____ /SIGNED/ (Signature of Contracting Officer)		16C. Date Signed  2004SEP27	
NSN 7540-01-152-8070 PREVIOUS EDITIONS UNUSABLE				30-105-02		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243	

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 2 of 5
	PIIN/SIIN DAAE07-01-C-M016	MOD/AMD P00102	
Name of Offeror or Contractor: UNITED DEFENSE, L.P.			

SECTION A - SUPPLEMENTAL INFORMATION

1. The purpose of this modification P00102 to Contract DAAE07-01-C-M016 is to add the following Excess EPLARS Kit Language to Attachment 5:

The GFM that is received in as single kits from the Government are broken down into Turret Kits, Hull Kits, Processing Kits and excess kits based on where United Defense, L.P., uses the components of the single kit supplied as GFM. All remaining excess parts from the following kits will be sold quarterly as scrap to the local scrap dealer with proceeds credited to the United Defense, L.P., York's overhead account. This excess will not be submitted through the Plant Clearance process:

MK-BFIST-GFM  
A3206428-A3-GFM  
A3206428-ODS-GFM  
A3206501-M7-GFM  
A3206501-A3-GFM  
A3206501-ODS-GFM  
MK-2520A-GFM  
MK-2394-A3-GFM  
A3210709-M7-BFIST-GFM  
A3210709-A3-BFIST-GFM  
1298474-BFIST-GFM  
57K1559-YK  
CB1488

2. This modification cancels the requirement for UDLP to acquire 131 Tow Missile Launchers (TML) for the FY04 OIF vehicles. These TMLs will be provided to UDLP as Government Furnished Material (GFM). CLIN 4005AA will be deobligated as follows:

Total amount for 131 IBAS on Mod P00099:	59,120,431.00
Total amount for 131 TMLs on Mod P00099:	1,490,780.00
Total Amount of 131 IBAS and TMLs:	60,611,211.00
Amount of CLIN 4005AA before award of Mod P00099:	152,213,747.00
Plus 50% obligated for 131 TMLs on Mod P00099:	745,390.00
Plus 50% obligated for 131 IBAS on Mod P00099:	29,560,215.50
Total obligated on CLIN 4005AA:	182,519,352.00
Decrease of CLIN 4005AA due to cancellation of 131 TMLs:	745,390.00
Less Handling Charge of TMLs provided as GFM:	44,671.00
Total decrease to CLIN 4005AA for cancellation of TML requirement:	700,719.00
Current total obligated amount on CLIN 4005AA:	182,519,352.00
Less difference between credit for cancellation and handling charge:	700,719.00
New Total amount of CLIN 4005AA:	181,818,633.00

CLIN 4005AA will be decreased by \$700,719, which is the difference between the obligated amount of the TMLs (\$745,390) less the credit to UDLP for the GFM handling charge of \$44,671. As a result of this cancellation, CLIN 4005AA will be decreased by \$700,719. Narrative B001 in Section B, CLIN 4005AA will be changed to read:

"CLIN 4005AA is increased by \$29,560,215.50 (unit price of \$225,650.50) which is 50% of the NTE price of \$59,120,431 to purchase 131 IBAS. This price will be adjusted when settlement is reached on the definitization proposal."

3. The TMLs will be added to Attachment 032, FY04 OIF GFM List.
4. As a result of this modification, the total contract amount is decreased by \$700,719 from \$1,094,649,363.78 to \$1,093,948,644.78.

Name of Offeror or Contractor: UNITED DEFENSE, L.P.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
4005AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>PRODUCTION QUANTITY</u></p> <p>131</p> <p>EA</p> <p>\$ 1,387,928.500</p> <p>\$ 181,818,633.50</p> <p>NOUN: ARMORED RECONNAISSA OIF VEH PRON: 7240470V72 PRON AMD: 03 ACRN: BB AMS CD: 31102897002</p> <p>CLIN 4005AA is increased by \$29,560,215.50 (unit price of \$225,650.50) which is 50% of the NTE price of \$59,120,431 to purchase 131 IBAS. This price will be adjusted when settlement is reached on the definitization proposal.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u> PACKAGING/PACKING/SPECIFICATIONS: COMMERCIAL LEVEL PRESERVATION: Commercial LEVEL PACKING: Commercial</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p>				
4011AA	<p><u>DELETED</u></p>				

Name of Offeror or Contractor: UNITED DEFENSE, L.P.

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	OBLG STAT/ ACRN JOB ORD NO	PRIOR AMOUNT	INCREASE/DECREASE AMOUNT	CUMULATIVE AMOUNT
4005AA	724047OV72 31102897002 A14P300272IF	BB1 4ZGBIF	\$182,519,352.50	\$-700,719.00	\$181,818,633.50
NET CHANGE				\$-700,719.00	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	BB	21 42033000045R5R03P31102831E9 S20113	W56HZV	\$-700,719.00
NET CHANGE				\$-700,719.00

PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD: \$ 1,094,649,363.78	\$ -700,719.00	\$ 1,093,948,644.78

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 5 of 5
	PIIN/SIIN DAAE07-01-C-M016	MOD/AMD P00102	
Name of Offeror or Contractor: UNITED DEFENSE, L.P.			

SECTION J - LIST OF ATTACHMENTS

List of Addenda	Title	Date	Number of Pages	Transmitted By
Attachment 005	STANDARD DISPOSITION INSTRUCTIONS			
Attachment 032	FY04 OIF GFM LIST	21-MAY-2004	001	

ATTACHMENT 5  
REMANUFACTURE PROGRAM - CONTRACT DAAE07-01-C-M016  
STANDARD GFM DISPOSITION INSTRUCTIONS

SHIP TO: Commander, Red River Army Depot  
ATTN: AMSTA-RR-MC  
100 Main Drive, Bldg 321  
Texarkana, TX 75507-5000  
DODAAC: W45G18  
Mark For: Repair and Return (to UDLP, York, PA)

ITEMS: P/N: 12307275-1 Instrument Panel

P/N: 12462990 FM-200 Fire Bottle  
(Return only bottles which fail weight and pressure inspection criteria.  
Bottles which pass inspection should be shipped to York GFM inventory)

P/N: 12293184 Fire Extinguisher

P/N: 12297014 Cylinder has been replaced by FM-200

SHIP TO: Red River Army Depot  
Rubber Operations, Bldg. 493  
100 Main Drive Texarkana, TX 75507-5000  
ATTN: John E. Nichols (903) 334-2600  
DODAAC: W45G18

ITEMS: P/N: 12359466-4 Track  
P/N: 12359466-3 Track

P/N: 12358464 Steel Road wheels  
Steel roadwheels and Big Foot Track from A2 vehicle tear down are to  
be shipped to:

P/N: 10919004 Aluminum Roadwheels  
(Use MLRS Program Trans Fund Cite)  
M/F: DDRT-VC, Purpose Code "S"  
ATTN: Ervin Briggs, Ext. 3260

SHIP TO: Defense Distribution  
Red River Army Depot  
Mark For: Bradley BRX "W"  
Texarkana, TX 75507-5000  
DODAAC: W8007A

ITEMS: P/N: 11669489-1 Heater

P/N: 12298252 Power Up Ramp

P/N: AN/VVS-2(V)3 Night Vision Viewers (NSN: 5885-01-105-7793)

P/N: 12524507 Gun Barrels, NSN: 1005-01-8405  
M/F: Purpose Code "W", Condition Code "F"

P/N: 12292399 & 12292400 Turret Drive Motors from Koll Morgen or Inland Motors

P/N: 12292545 & 12900572 Commander's Hand Station

P/N: 12292346 & 12900571 Gunner's Hand Station

2815-01-105-6445 Basic Bradley Engines 500 H.P. Engines  
P/N: 8750013 Metal Engine containers to be used by Fayette to ship engines back to  
Cummins for re-utilization

P/N: 12462682 300 AMP Generator (NSN: 6115-01-458-0096)

P/N: 12323403 & 3733 0001 000 Slip Ring Encoder (NSN: 5977-01-225-6208)

P/N: 12900566 Control Box, Electrical, No NSN

12317190, 12900569 DECAs  
12900569-1, 12900708 DECAs  
9379400 DECAs

P/N: 12328885 Dual Seat Assembly - Dwg: 12328886 - Can be found in TM9-2350-284-24P-1 Fig. 195. Quantity of 56 only from FY02 M3A2 teardown.

Dwg: 12351284 (Multiple P/Ns) Missile Rack Assembly. Can be found in TM9-2350-284-24P-1. Fig. 264 Quantity of 56 only from FY02 M3A2 teardown.

SHIP TO: Commander, Red River Army Depot  
ATTN: George Sheldon  
100 Main Drive, Bldg 321  
Texarkana, TX 75507-5000  
Mark For: Raytheon IROAN Program  
DODAAC: W45G18

ITEMS: P/N: 12295910 TOW-2 Launcher (NSN: 1440-01-167-7514)

FY01 - 109 Vehicles  
FY02 - 142 Vehicles  
FY03 - 138 Vehicles

Note: A total of three hundred and eighty-nine (389) TOW Missile Launchers for A3 MYCC will need to be shipped to the following address:  
XU Metric Systems DODAAC: CL0RJ7  
645 Anchors Street  
Ft. Walton Beach, FL 32548-9990  
M/F: GFM, Contract DAAH01-02-C-0087

P/N: 13160659 Integrated Sight Unit (ISU) (NSN: 1240-01-216-6331)

P/N: 13161101-0506A Missile Guidance Systems (MGS)  
13161101-0506 (NSN: 1240-01-216-6331)  
13161101-0405 Missile Guidance System (MGS)  
13161101-0304 (NSN: 1420-01-434-7724)  
13161101-0203  
13161101

P/N: 12293339-1 or Integrated Sight Unit (ISU)  
12293301 NSN: 1240-01-096-5151

P/N: 12293800 or Commander's Relay  
12293801

SHIP TO: Letterkenny Army Depot  
Bldg 370, 1 Overcash Avenue  
ATTN: Mike Murray, PH: 717-267-8767  
Chambersburg, PA 17201-4153  
MARK FOR: GFM, UDLP-York, Bradley Reman, Contract DAAE07-01-C-M016  
DODAAC: W25G1Q

ITEMS: P/N: 12295800 Launcher (NSN: 1440-01-085-5517)

P/N: 12295800-1 Launcher (NSN: 1440-01-178-1141)

SHIP TO: XU Trans Ofc  
Red River Army Depot  
Texarkana, TX 75507-5000

M/F: B14 Stock Account  
DODAAC: W45G19  
ITEMS: P/N: 12328511 Relay Assembly  
P/N: 12369281 Impact Wrench (if any)

SHIP TO: XU Transportation Officer  
DDSP New Cumberland Facility  
Building Mission Door 113 134  
New Cumberland, PA 17070-5001  
M/F: B64 Account  
DODAAC: W25G1U  
ITEMS: P/N: 3557800-120 Electronics, Command (NSN: 1430-01-085-5521)  
P/N: 3557800-110 Electronics, Command Guidance (NSN: 1430-01-085-5521)

SHIP TO: United Defense, L.P.  
ATTN: Larry Bailey, Raytheon Field Service Rep.  
1100 Bairs Road  
York, PA 17404  
ITEMS: P/N: 12272555 & 12272150 Power Control Unit / Reuse P/N: 12272555 for A2 ODS if passes test.  
If item fails test at UDLP-York, return to:  
Defense Distribution Depot Tobyhanna DODAAC: W25G1W  
Transportation Officer  
Building 1C Bay 6 Receiving  
Tobyhanna, PA 18466-5059  
Mark For: B14 Account, Condition Code "F"  
Ship all P/N: 12272150 directly to Tobyhanna address above.

SHIP TO: XR, TACOM TPUMF Team 9  
Bldg. 1956, Hood Rd. & North Avenue  
Ft. Hood, TX 76544-5060  
DODAAC: W81RF3  
ITEM: P/N: 8750175 BII (NSN: 2350-01-248-7619)  
(ONLY if full set is received)

SHIP TO: SR W390 Red River Munitions Center  
Highway 82 West CL V  
Gate 44 Bldg. 184  
Texarkana, TX 75507-5000  
DODAAC: W45G19  
ITEMS: P/N: 12419976 Global Heaters (NSN: 2540-01-396-2826)  
P/N: 12309645 Non-OI Backup Sight (NSN: 1260-01-128-9809)  
Non-OI Periscopes  
TDS ECA  
P/N: 12292803-2 TDS Cable  
P/N: 12292803-3 TDS Cable  
P/N: 12292803-9 TDS Cable  
P/N: 12292803-10 TDS Cable  
P/N: 12292803-11 TDS Cable



P/N: 12307180 Relay Assembly (NSN: 5945-01-113-2508)  
Installation Harness  
Track Pads (NSN: 2530-01-300-1681)  
P/N: 12296918-3 Track  
P/N: 12296918-4  
P/N: 12292700 Turret Control (NSN: 1005-01-109-8136)  
P/N: 12272150 PCU  
Final Drives If the manufacturer is "Profile", the final Drives will be  
demilitarized IAW the H.21 clause at Fayette  
P/N: 12292086 Vehicle Distribution Box (VDB) (NSN: 6110-01-113-1076)  
P/N: 2W131 Tow Cable  
P/N: 2W132 Tow Cable  
P/N: 2W133 Tow Cable  
P/N: 2W134 Tow Cable  
P/N: 2W135 Tow Cable

SHIP TO: XU Trans Ofc  
Red River Army Depot  
Texarkana, TX 75507-5000  
M/F: B14, Stock Account  
DODAAC: W45G19

ITEMS: P/N: 9380400 OI Backup Sight (Azimuth Telescope) (NSN: 6650-01-313-8946)

NOTE: THE FOLLOWING BOXES ARE BEING REMANUFACTURED BY LAU TECHNOLOGIES - ONCE AMPLE REMAN REQUIREMENTS  
ARE COMPLETED THE FOLLOWING BOXES SHOULD BE SENT TO THE ABOVE RED RIVER ADDRESS:

P/N: 9379744 TOW Control Box  
P/N: 12295616 Weapon Control Box  
P/N: 12292070 Turret Control Box  
P/N: 12328964/12295623 Analog Turret Distribution Box  
P/N: 12328513 Distribution Box

NOTE: THE ITEM BELOW IS REQUIRED FOR A2 ODS REMAN VEHICLES. THESE INSTRUCTIONS PERTAIN TO QUANTITIES  
RECOVERED FROM VEHICLES TORN DOWN FOR THE A3 PROGRAM.

P/N: 12292057-1 Encoder, Shaft Angle to Digital (NSN: 5990-01-127-1108)

SHIP TO: Red River Army Depot  
ATTN: Donnie Starnes  
Bldg. 321 1000 Main  
Texarkana, TX 75507-5000  
DODAAC: W45G18

ITEMS: P/N: 12351001-1/12462784 300 Amp Generators (A2 teardown)

SHIP TO: X4 WOL7 Anniston Munitions Center

Trans Officer 256 235 6837 CL V  
7 Frankford Ave. Blvd. 380  
Anniston, AL 36201-4199  
DODAAC: W31G1Z

ITEMS: 2815-01-105-6445 Basic Bradley Engines 500 HP and will be used for the M9 ACE Engine  
P/N: 8750013 Repair Program. These assets will be pulled from A0 vehicles.

Metal Engine containers to be used by Fayette to ship 600HP engines  
back to Cummins for reutilization.

THE FOLLOWING ITEMS WILL BE DISPOSED OF IN ACCORDANCE WITH APPROVED SCRAP PROCEDURES FOR LAPEER INDUSTRIES:

ITEMS: P/N: N/A Titanium at Lapeer Industries Scrap at Lapeer  
A3 Armor Plates, residual raw titanium "Sponge Material"

If hardware is in unusable condition, do not ship to disposition location but disposition at UDLP.

EXCESS EPLARS KIT: The GFM that is received in as single kits from the Government are broken down into Turret Kits, Hull Kits, Processing Kits, and excess kits based on where United Defense uses the components of the single kit supplied as GFM. All remaining excess parts from the following kits will be sold quarterly as scrap to the local scrap dealer with proceeds credited to the United Defense, L.P. York's overhead account. This excess will not be submitted through the Plant Clearance process:

MK-BFIST-GFM  
A3206428-A3-GFM  
A3206428-ODS-GFM  
A3206501-M7-GFM  
A3206501-A3-GFM  
A3206501-ODS-GFM  
MK-2520A-GFM  
MK-2394-A3-GFM  
A3210709-M7-BFIST-GFM  
A3210709-A3-BFIST-GFM  
12982474-BFIST-GFM  
57K1559-YK  
CB1488

FY04 OIF GFM LIST  
 M3A2 OIF GFM LIST FOR FY04 PRODUCTION

Part Number	Vehicle Type	Description	Qty per Veh	Total Qty
6452050-100	M3A2 OIF	Block 1 B-Kit	1	131
MK-2520A/VSQ-1	M3A2 OIF	EPLRS Electrical Inst Kit	1	131
MK-2394/VSQ	M3A2 OIF	SINCGARS IK	1	131
A3206501-3	M3A2 OIF	CVC Helmets	1	131
A3206591	M3A2 OIF	VIS M3, AN/VIC-3(V)10	1	131
9380400-GFM	M3A2 OIF	Back-up Sight	1	131
881300-1 OR		Litton FBCB2 V4 OR		
881302-1	M3A2 OIF	Paravant FBCB2	1	131
7310-01-387-1305-GFM	M3A2 OIF	Heater, Water, MRE	1	131
57K1539	M3A2 OIF	Engine	1	51
3189607-0001	M3A2 OIF	DVE Stowage Bracket	1	131
2540-01-396-2826	M3A2 OIF	Heater Vehicular	1	131
12524520-GFM	M3A2 OIF	25 MM Barrels	1	131
12484747-GFM	M3A2 OIF	INU	1	131
12462990-GFM*01	M3A2 OIF	Comp Cyl FM-200	1	131
12386473-GFM	M3A2 OIF	ODS Driver Display	1	131
12359466-4GFM	M3A2 OIF	Track Assy, Right (84 pads)	1	131
12359466-3GFM	M3A2 OIF	Track Assy, Left (82 pads)	1	131
12358464-R-GFM	M3A2 OIF	Roadwheels	24	3,144
12357918-GFM	M3A2 OIF	M17 Periscope	4	524
12357909-GFM	M3A2 OIF	20 Degree Periscope	2	262
12357792-GFM	M3A2 OIF	M27 Periscope	1	131
12307275-1GFM-R	M3A2 OIF	Instr Panel Assy	1	131
12293184-GFM-R	M3A2 OIF	Fire Extinguisher	2	262
13225433	M3A2 OIF	Tow Missile Launcher (TML)	1	131